

**THE UNITED STATES DISTRICT COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
Norfolk Division**

R.M.S. TITANIC, INC.,  
Successor in interest to Titanic Ventures,  
limited partnership,

Plaintiff,

v.

Civil Action No. 2:93-cv-902

The Wrecked and Abandoned Vessel, . . .  
believed to be the R.M.S. TITANIC, in rem,

Defendant.

**NOTICE OF APPEARANCE**

COMES NOW John M. Neary of the law firm Akerman LLP, and files this Notice of Appearance as counsel on behalf of the Official Committee of Equity Security Holders (the “Equity Committee”), a party-in-interest in the Chapter 11 case of Premier Exhibitions, Inc. and its subsidiaries,<sup>1</sup> pending in the United States Bankruptcy Court for the Middle District of Florida (the “Bankruptcy Court”), Case No. 3:16-bk-02230-PMG (the “Bankruptcy Case”), by its counsel. R.M.S. Titanic, Inc. (“RMST”) is a subsidiary of Premier, a debtor in its own chapter 11 case, and is the Plaintiff in the above-captioned case.

On or about June 1, 2018, the Equity Committee filed in the Bankruptcy Court its *Chapter 11 Plan of Reorganization Proposed By The Official Committee Of Equity Security*

---

<sup>1</sup> The Debtors in the chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number include: RMS Titanic, Inc. (3162); Premier Exhibitions, Inc. (4922); Premier Exhibitions Management, LLC (3101); Arts and Exhibitions International, LLC (3101); Premier Exhibitions International, LLC (5075); Premier Exhibitions NYC, Inc. (9246); Premier Merchandising, LLC (3867); and Dinosaurs Unearthed Corp. (7309) (collectively, the “Debtors”). The Debtors’ service address is 3045 Kingston Court, Suite I, Peachtree Corners, Georgia 30071.

*Holders Of Premier Exhibitions, Inc.* (the “Equity Committee Plan”) [ECF No. 1145] and its *Disclosure Statement To Accompany Chapter 11 Plan Of Reorganization Proposed By The Official Committee Of Equity Security Holders Of Premier Exhibitions, Inc.* (the “Equity Committee Disclosure Statement”) [ECF No. 1044]. Counsel to the Equity Committee conferred with counsel to RMST and agreed that RMST would file a Periodic Report with this Court to which RMST would attach a copy of the Equity Committee Plan and the Equity Committee Disclosure Statement to keep this Court apprised of the filing of those pleadings. RMST filed that Periodic Report on or about June 12, 2018.

On or about July 25, 2018, the Bankruptcy Court held a status conference to consider, among other things, the procedure for consideration by the Bankruptcy Court of the Equity Committee Plan and Disclosure Statement, a plan and disclosure statement filed by the Official Committee of Unsecured Creditors,<sup>2</sup> and a sale motion filed by Premier, RMST’s parent.

On August 2, 2018, the Bankruptcy Court issued an order [ECF No. 1147] in the Bankruptcy Case stating, among other things, “the parties should take the steps that they believe are necessary for approval of the proposed sales by the District Court.” A copy of such order from the Bankruptcy Court is attached hereto as Exhibit A. In the same order, the Bankruptcy Court stated:

The Titanic artifacts are subject to administration by the United States District Court for the Eastern District of Virginia and are also subject to the “Covenants and Conditions for the Future Disposition of Objects Recovered from the RMS Titanic by RMS Titanic, Inc. Pursuant to an In Specie Salvage Award Granted by the United States District Court for the Eastern District of Virginia.”

\* \* \*

---

<sup>2</sup> RMST submitted the Creditors Committee Plan and Disclosure Statement to this Court as attachments to a Periodic Report filed by RMST.

Because the Debtor's assets are also subject to the jurisdiction of the District Court in Virginia, the parties should move in that Court for approvals or determinations required by the District Court to complete the proposed transactions. See, for example, In re Aqua Pesca, LLC, 2018 WL 3031085, at 4 (Bankr. D. Alaska) (A sale order directed the parties to take such "steps as are necessary or appropriate to obtain" the approval of the applicable licensing authority).

Pursuant to and in accordance with the order from the Bankruptcy Court, counsel for the Equity Committee files this notice of appearance in anticipation that the Equity Committee will seek relief from this Court in connection with the Equity Committee Plan.

Dated: August 7, 2018.

Respectfully submitted,

**THE OFFICIAL COMMITTEE OF  
EQUITY SECURITY HOLDERS OF  
PREMIER EXHIBITIONS, INC.**

**By Counsel:**

/s/ John M. Neary

John M. Neary (VSB No. 84984)

**AKERMAN LLP**

750 Ninth Street, N.W., Suite 750

Washington, D.C. 20001

Telephone: (202) 393-6222

Facsimile: (202) 393-5959

john.neary@akerman.com

**CERTIFICATE OF SERVICE**

I hereby certify that on the 7th day of August, 2018, I electronically filed the foregoing with the Clerk of the Court using the CM/ECF System which will then send a notification of such filing (NEF) to the following:

Brian A. Wainger  
**KALEO LEGAL**  
4456 Corporation Lane, Suite 135  
Virginia Beach, VA 23462  
Telephone: (757) 965-6804  
Email: bwainger@kaleolegal.com  
*Counsel for Plaintiff R.M.S. Titanic, Inc.,  
successor in interest to Titanic Ventures,  
limited partnership*

Robert W. McFarland  
**MCGUIRE WOODS LLP**  
101 West Main Street, Suite 9000  
Norfolk, VA 23510  
Telephone: (757) 640-3700  
Email: rmcfarland@mcguirewoods.com  
*Counsel for Plaintiff R.M.S. Titanic, Inc.,  
successor in interest to Titanic Ventures,  
limited partnership*

Edward J. Powers  
**VANDEVENTER BLACK LLP**  
101 West Main Street, Suite 500  
Norfolk, VA 23510  
Telephone: (757) 446-8600  
Email: epowers@vanblacklaw.com  
*Counsel for Defendant National Maritime Museum*

Kent P. Porter  
United States Attorney Office  
101 West Main Street, Suite 8000  
Norfolk, VA 23510  
Telephone: (757) 441-6331  
Email: kent.porter@usdoj.gov  
*Counsel for Amicus United States of America*

/s/ John M. Neary  
John M. Neary  
**AKERMAN LLP**  
750 Ninth Street, N.W., Suite 750  
Washington, D.C. 20001  
Telephone: (202) 393-6222  
john.neary@akerman.com  
*Counsel for the Official Committee of Equity  
Security Holders of Premier Exhibitions, Inc.*